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November 12, 2004

Jean Stone, Hearing Officer
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *In Re: BellSouth's Motion for the Establishment of a New Performance Assurance Plan*
Docket: 04-00150

Dear Ms. Stone:

BellSouth has received the November 5, 2004 letter submitted on behalf of CompSouth and was disappointed to see that CompSouth continues to argue against setting a schedule in this case.

Since filing its Motion in May, BellSouth has worked steadily in an attempt to proceed on that Motion. At the time the Motion was filed, CompSouth asked for two things. First, it sought additional time to review BellSouth's proposed plan. Second, it sought a Workshop. It has now been more than five months since the filing of that Motion, and a Workshop has been completed. The Directors have convened a contested case on BellSouth's Motion and decided that BellSouth's Complaint need not be further held in abeyance as a result of the Workshop. In short, the Directors have decided that it is time to set a schedule for this case to proceed.

In its November 5, 2004 letter CompSouth did not propose a specific schedule, but instead takes issue with the general concept of the schedule submitted by BellSouth. Notwithstanding the indication during the status conference that the general concept of the schedule was acceptable for the parties represented at the conference, CompSouth has urged the hearing officer to place this docket on hold while awaiting the outcome of other proceedings in Florida. That is simply not what the Directors decided to do in this case. Instead, the Directors voted to convene a contested case and to move forward with it.

The members of CompSouth have every reason to seek to delay resolution of BellSouth's Motion seeks to revise the Tennessee Plan. Under the current plan, members of CompSouth can receive very large payments that bear no rational relation to the service they receive from BellSouth. Moreover, the pattern of CompSouth's involvement in this case clearly points to an intent to delay. CompSouth waited months after the filing of the Complaint to file its formal intervention, and, even as of the time of the most recent Status Conference, CompSouth was not prepared to state its intent regarding intervention in this case. While CompSouth's attorney was present at the Status Conference, counsel for CompSouth was not prepared to discuss the specifics of a schedule at that time, even though the notice for the status conference made clear that the schedule would be the subject of the Status Conference. When BellSouth filed its original proposal for a schedule, CompSouth made no response at all. When BellSouth offered a revised proposed schedule moving those dates further, again CompSouth failed to respond with specific issues regarding the schedule. Instead, CompSouth has, at every turn, sought to delay the establishment of a schedule for proceeding on BellSouth's Complaint.

BellSouth is prepared to proceed with its Motion. BellSouth has proposed a schedule that is not burdensome. BellSouth has been flexible in adjusting its proposed schedule. BellSouth believes that it is entitled to have a schedule set, consistent with the instructions of the Directors. To the extent that CompSouth seeks something different, BellSouth urges the hearing officer to move forward and set a schedule. The Authority has decided to proceed on this matter without awaiting a decision from Florida. CompSouth's suggestion that this case is too complex to fit into a typical "business as usual" schedule is simply inconsistent with the history of matters before the TRA. Schedules were set for discovery and hearing in the 271 case and in the TRO case. There is nothing to suggest that BellSouth's Motion is somehow too complex to be handled using a discovery and hearing schedule.

For all of these reasons, BellSouth respectfully urges the hearing officer to set a schedule so that this case can begin to proceed as directed by the Directors.

A copy of this letter has been provided to counsel of record.

Cordially,



Guy M. Hicks